

**Amendment to the Agreement
Between
Xspedius Communications, LLC
and
BellSouth Telecommunications, Inc.
Dated December 30, 2002**

Pursuant to this Amendment, (the "Amendment"), Xspedius Communications, LLC (Xspedius), and BellSouth Telecommunications, Inc. (BellSouth), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated December 30, 2002 (Agreement) to be effective on the date of the last signature executing the Amendment (Effective Date).

WHEREAS, BellSouth and Xspedius entered into the Agreement on December 30, 2002;

WHEREAS, BellSouth and Xspedius Communications Co. Switched Services, LLC and Xspedius Communications Co. Jacksonville, LLC entered into separate Interconnection Agreements on March 11, 2006 for the states of Florida and North Carolina;

WHEREAS, this Amendment applies to the States of Alabama, Georgia, Kentucky, Louisiana, Mississippi, South Carolina and Tennessee, and;

NOW THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

1. The Parties agree to replace the Notices contacts in Section 25.1 of the General Terms and Conditions with the following for Xspedius:

Tina Davis
Sr. VP & Deputy Counsel
Time Warner Telecom
10475 Park Meadows Drive
Littleton, CO 80124
Tel. 303-566-1279
Fax. 303-566-1010
tina.davis@twtelecom.com

Copy to:

Carolyn Ridley
Vice President Regulatory, Southeast
Time Warner Telecom
555 Church Street; Suite 2300

Nashville, TN 37219
Cell 615-584-7372
Office 615-376-6404
Fax 615-376-6405
Carolyn.Ridley@twtelecom.com

2. All of the other provisions of the Agreement, dated December 30, 2002, shall remain in full force and effect.
3. Either or both of the Parties are authorized to submit this Amendment to the respective state regulatory authorities for approval subject to Section 252(e) of the Federal Telecommunications Act of 1996.

IN WITNESS WHEREOF, the Parties have executed this Amendment the day and year written below.

BellSouth Telecommunications, Inc.

By: 

Name: Kristen E. Shore

Title: Director

Date: 8/13/2007

Xspedius Management Co. Switched Services, LLC

By: Xspedius Communications, LLC,
its sole member

By: 

Name: Tina Davis

Title: Senior Vice President
Deputy General Counsel

Date: 4.11.07

Xspedius Management Co. of Birmingham, LLC

By: Xspedius Communications, LLC,
its sole member

By: 

Name: Tina Davis

Title: Senior Vice President
Deputy General Counsel

Date: 4.11.07

Xspedius Management Co. of Mobile, LLC

By: Xspedius Communications, LLC,
its sole member

By: 

Name: Tina Davis

Title: Senior Vice President
Deputy General Counsel

Title:

Date:

4-11-07

Xspedius Management Co. of
Montgomery, LLC

By: Xspedius Communications, LLC,
its sole member

By:

Tina Davis

Name:

Title:

Tina Davis
Senior Vice President
Deputy General Counsel

Date:

4-11-07

Xspedius Management Co. of Atlanta,
LLC

By: Xspedius Communications, LLC,
its sole member

By:

Tina Davis

Name:

Title:

Tina Davis
Senior Vice President
Deputy General Counsel

Date:

4-11-07

Xspedius
Management Co. of Lexington, LLC
By: Xspedius Communications, LLC,
its sole member

By:

Tina Davis

Name:

Title:

Tina Davis
Senior Vice President
Deputy General Counsel

Date:

4-11-07

Xspedius Management Co. of
Louisville, LLC
By: Xspedius Communications, LLC,
its sole member

By: Tina Davis

Name:

Tina Davis

Title:

Senior Vice President
Deputy General Counsel

Date:

4.11.07

Xspedius Management Co. of
Louisiana, LLC
By: Xspedius Communications, LLC,
its sole member

By: Tina Davis

Name:

Tina Davis

Title:

Senior Vice President
Deputy General Counsel

Date:

4.11.07

Xspedius Management Co. of Baton
Rouge, LLC
By: Xspedius Communications, LLC,
its sole member

By: Tina Davis

Name:

Tina Davis

Title:

Senior Vice President
Deputy General Counsel

Date:

4.11.07

Xspedius
Management Co. of Shreveport, LLC,
By: Xspedius Communications, LLC,
its sole member

By: Tina Davis

Name: _____

Title: Tina Davis
Senior Vice President
Deputy General Counsel

Date: 4.11.07

Xspedius Management Co. of Jackson,
LLC
By: Xspedius Communications, LLC,
its sole member

By: Tina Davis

Name: _____

Title: Tina Davis
Senior Vice President
Deputy General Counsel

Date: 4.11.07

Xspedius
Management Co. of Charleston, LLC
By: Xspedius Communications, LLC,
its sole member

By: Tina Davis

Name: _____

Title: Tina Davis
Senior Vice President
Deputy General Counsel

Date: 4.11.07

Xspedius Management Co. of
Columbia
By: Xspedius Communications, LLC,
its sole member

By: Tina Davis

Name: Tina Davis

Title: Senior Vice President
Deputy General Counsel

Date: 4-11-07

Xspedius
Management Co. of Greenville, LLC
By: Xspedius Communications, LLC,
its sole member

By: Tina Davis

Name: _____

Title: Tina Davis
Senior Vice President
Deputy General Counsel

Date: 4-11-07

Xspedius Management Co. of
Spartanburg, LLC
By: Xspedius Communications, LLC,
its sole member

By: Tina Davis

Name: _____

Title: Tina Davis
Senior Vice President
Deputy General Counsel

Date: 4-11-07

Xspedius
Management Co. of Chattanooga, LLC
By: Xspedius Communications, LLC,
its sole member

By: Tina Davis

Name: Tina Davis
Title: Senior Vice President
Deputy General Counsel

Date: 4.11.07